



NOTICE
129th Annual Meeting
Holstein Association USA, Inc.
June 27-28, 2014
TO THE MEMBERS OF
HOLSTEIN ASSOCIATION USA, INC.

You are hereby notified that the 129th Annual Meeting of Holstein Association USA, Inc., will be held June 27-28, 2014, during the National Holstein Convention at the Grand River Center, 500 Bell Street, Dubuque, Iowa 52001, commencing at 9 a.m., June 27, 2014, local time. The purpose of the meeting is to elect directors and to transact any other business that may properly come before the organization.

PROPOSAL TO AMEND THE BYLAWS by President Glen Brown on behalf of the Board of Directors

COMMENT:

As recommended by the Nominating Committee, this amendment removes references to the deadlines for the nomination and election of delegates and adds a new Section 7.(a). If approved, the Board of Directors would be allowed to set those deadlines as needed to provide more time and flexibility in the process. There are several other changes to simplify the text without changing the intent.

Article III Meetings

(Text to be deleted is struck out. Text to be added is in bold type and underlined.)

Election Districts and Delegates *ART. III, SEC. 6.*

The territory occupied by the ~~48 states of the United States prior to January 1, 1958, is divided into 48 special election districts, each such state in which members of the Association reside, constituting a separate special election district. All of the rest of North America and Hawaii, including any state or states admitted to the Union after January 1, 1958, as well as Puerto Rico, constitutes a single special election district.~~ **The 48 states of the United States admitted to the Union prior to January 1, 1958 each constitute a single election district. Alaska, Hawaii, Washington D.C., and Puerto Rico together constitute a single special election district.** Each election district is entitled to one delegate and one additional delegate for every 150 active members or major fraction thereof residing in said district as indicated by the lists of active members in the office of the Association on May 1 of each preceding year. Active members are defined as those who have registered Holstein cattle or had Holstein cattle transferred into or out of their ownership during the preceding twelve months. Each delegate so elected and attending the Annual ~~Convention or~~ Meeting has equal voting power.

With approval of the Board of Directors, one election district may divide into two or more election districts and two or more election districts may combine to form one election district. In either case, no division **or combination of districts will change** shall alter the total number of delegates for each original district and no combination shall alter the total number of delegates for such combined districts.

Nominating Petition *ART. III, SEC. 7.*

(a) The Board of Directors will establish a schedule of deadlines for the process of nominating and electing delegates to the Annual Meeting.

(b) Any member of this Association residing in a district may nominate an individual member, or an estate member, or one representative of a corporate member, or a representative of a public institution member or one partner of a partnership member as a delegate from that district by ~~sending to the Executive Secretary a petition nominating that individual.~~ All persons who are nominated as delegates must be residents of the district from which they are nominated. A person serving as a delegate at three consecutive Annual Conventions or Meetings is not eligible to serve as a delegate again until at least one Annual ~~Convention or~~ Meeting is held at which that person was not a delegate. No Officer or Director of the Association is eligible to serve as delegate but such Officers and Directors have all the privileges of delegates except the right to vote.

(c) The Executive Secretary will send nominating petitions to all members and indicate the number of delegates to which each district is entitled for the upcoming year. Each nominating petition must be signed by at least one qualified member of the Association. Each petition **nomination** must be made on the form **petition provided** mailed by the Association, **must be signed by at least one qualified member of the Association.** Each petition must be made on the form mailed by the Association, and must be received by the Executive Secretary no later than **the established deadline** thirty (30) days after each Annual ~~Convention or~~ Meeting. The Executive Secretary will notify the members of their right to make nominations and of the number of delegates to which each district is entitled for the upcoming year.

Ballot ART. III, SEC. 8.

Members will be notified of their nomination and of the established deadline to make a request to withdraw their nomination. The Executive Secretary will provide a ballot for each district listing the names of all nominees for that district in the order in which the nominations were received at the Association office. The ballot for each district indicates the number of delegates to be chosen from that district. The Executive Secretary mails the district ballots and return envelopes to the members in the respective districts no later than ninety (90) days after the Annual Convention or Meeting, with a statement that such ballot properly marked **of the deadline by which all ballots** must be received by the Executive Secretary by a date specific which is no later than one hundred forty (140) days after the Annual Convention or Meeting. A member may make a written request to the Executive Secretary to withdraw from nomination no later than forty four (44) days after each Annual Convention or Meeting, and the name will not be placed on the ballot. When the ballots are returned, the Executive Secretary will count the votes for each nominee **they are counted** and prepare a preliminary roll of the Annual Convention or Meeting **is prepared**. Whenever the number of nominees for any district is no greater than the number of delegates to which such district is entitled, the Executive Secretary casts one ballot in favor of all of the nominees for such district on behalf of its members.

Committee on Elections ART. III, SEC. 9.

The President appoints a Committee on Elections consisting of three members. It is the duty of said **the** committee to receive the official ballots from the Executive Secretary, canvass the votes cast by such ballots, and to audit the preliminary roll of the Annual Convention or Meeting. Those receiving the highest number of votes in each district are declared elected. In case of a tie vote in any district, the committee breaks the tie by random drawing. After all ties are broken, this committee submits a preliminary roll to the Executive Secretary. Each member of the committee is reimbursed for reasonable expenses, consistent with Board policy.

(a) The Executive Secretary sends notice of election to all those who appear on the preliminary roll. no later than one hundred fifty five (155) days after the Annual Convention or Meeting, with the request that each delegate notify the Association at once if **If an elected delegate** he or she does not intend to be present at the Convention or **Annual** Meeting, and upon receipt of such notification the Executive Secretary notifies the **delegate** candidate standing next highest on the preliminary roll **will serve**. of his or her election as a delegate, sSuch procedure **is** to be repeated as necessary.

(b) (unchanged)

AT THIS, THE 129TH ANNUAL MEETING, THERE SHALL BE ELECTED FOUR (4) DIRECTORS, EACH FOR A TERM OF THREE (3) YEARS.

Three (3) Directors, one each in Regions 2, 3 and 7, will be elected for a term of three (3) years.

<i>DECLARED CANDIDATES:</i>	John Burket	East Freedom, Pennsylvania	Region 2
	Barry M. England	Williamsburg, Pennsylvania	Region 2
	Mike Jones	Marshall, Indiana	Region 3
	Roy Buessing	Axtell, Kansas	Region 7

One (1) Director At-Large will be elected for a term of three (3) years.

<i>DECLARED CANDIDATES:</i>	Bernard S. Beatty	Asbury, New Jersey
	Dale Drendel	Hampshire, Illinois
	Chuck Will	Underwood, Minnesota

Directors ineligible for re-election under Article II, Section 1(c) of the Association's Bylaws:

James Burdette	Mercersburg, Pennsylvania
Boyd Schaufelberger	Greenville, Illinois

Brattleboro, Vermont
May 16, 2014

John M. Meyer
Executive Secretary



Holstein Association USA, Inc.

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